



Our ref: MA1000021

Contact officer: Jaime Martin and Tim Byrne  
Contact phone: (03) 9290 1477 and (03) 9658 6440

8 June 2022

Telstra Corporation Limited  
Andrew Low  
Special Counsel

TPG Telecom Limited  
Jodi Grey  
Partner, Corrs Chambers Westgarth

Via email: [REDACTED]

Dear Andrew and Jodi

**Re: Telstra TPG Merger authorisation application (MA1000021)**

We refer to the above application and to the letters to each of you of today's date from Haydn Flack, acting for Optus.

The ACCC supports Telstra and TPG (the **Applicants**) and Optus agreeing an appropriate confidentiality regime under which access to the following redacted information in the application is provided to external consultants of Optus and such limited and named individuals within Optus as are necessary to provide instructions:

- a. Section 3 regarding the counterfactual with respect to TPG;
- b. Section 7 regarding the commercial framework;
- c. Section 9 regarding the competition analysis;
- d. Annexure C (the Transaction Documents);
- e. Annexure O (expert report of Richard Feasey); and
- f. other redacted material that concerns Optus, either directly or indirectly.

The ACCC supports this limited disclosure because we expect that it will likely be important to the ACCC's assessment of the application to have informed submissions from Optus, as these may materially inform the ACCC's assessment of the proposed arrangements between the Applicants in the Australian context.

The ACCC appreciates that the information excluded from the public register to which Optus seeks access is confidential and includes highly sensitive competitive information. Any disclosure of that information will need to be confined and subject to an appropriate confidentiality regime.

While the details of an appropriate confidentiality regime would be a matter for the Applicants and Optus to seek to agree, the ACCC does not envisage that this arrangement would result in disclosure of information to operational or commercial staff of Optus, unless separately agreed between the parties and discussed in advance with the ACCC.

We ask that ACCC staff Jaime Martin, Tim Byrne and Andrew Gun be advised of the details of any agreement and of the information to be disclosed prior to any disclosure being made.

The ACCC expects the Applicants to reach agreement with Optus as to an appropriate confidentiality regime within a timeframe that enables the matter to proceed expeditiously and allows Optus to make a timely contribution to the ACCC's review

If Optus and the Applicants are unable to reach agreement, the ACCC will consider whether it would be reasonable and appropriate to disclose any of the redacted information pursuant to section 89(7) of *the Competition and Consumer Act 2010*.

**Next steps**

In order to minimise any delays that may affect the timeline for the ACCC's assessment of this application, we ask that you also advise the ACCC by 9 June 2022 of the Applicants' response to the Optus proposal and provide the ACCC of the details of any proposed agreement between the Applicants and Optus as soon as is practicable.

We propose placing this correspondence on the public register. Please advise whether the Applicants have any concerns in this regard.

If you wish to discuss this letter, please contact Jaime Martin (03 9290 1477 or at [jaime.martin@acc.gov](mailto:jaime.martin@acc.gov)) or Tim Byrne (03 9658 6440 or at [tim.byrne@acc.gov.au](mailto:tim.byrne@acc.gov.au)).

Yours sincerely



Bruce Mikkelsen  
Acting General Manager  
Merger Investigation Branch